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INTERSTATE COMMERCE COMMISSION

EUROPEAN OFFICE

LONDON, EC4R 2RA, ENGLAND

TELEPHONE 01-236-2401

TELEX: 851 883242

CABLE ADDRESS: WICRING LONDON

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INTERSTATE COMMERCE COMMISSION December 18, 1981

Dear Mergenovich:

Pursuant to 49 U.S.C. § 11303 and the Commission's rules and regulations promulgated thereunder, as amended, I enclose herewith on behalf of Allied Corporation for filing and recording counterparts of each of the following two secondary documents:

(1) Supplement dated as of October 1, 1981 to Railroad Equipment Lease and Agreement dated as of July 15, 1972, recorded with the Interstate Commerce Commission August 1, 1972 at 12:30 p.m. under Recordation No. 6671, between Alltank Equipment Corp., Lessor, and Allied Corporation (formerly Allied Chemical Corporation), Lessee. The aforesaid Supplement should be recorded under Recordation No. 6671-I.

(2) Fourth Supplemental Indenture dated as of October 1, 1981 to Indenture of Mortgage and Deed of Trust dated July 15, 1972, recorded with the Interstate Commerce Commission on August 1, 1972 at 12:30 p.m., under Recordation No. 6671-B, between Alltank Equipment Corp. and The Shawmut Bank of Boston, N.A. (formerly The National Shawmut Bank of Boston), Trustee. The aforesaid Fourth Supplemental Indenture should be recorded under Recordation No. 6671-J.

The names and addresses of the parties to the documents above are as follows:

Allied Corporation (formerly Allied Chemical Corporation) - Lessee
P. O. Box 1219R
Morristown, New Jersey 07960
Attention: Treasurer

Alltank Equipment Corp. - Lessor
c/o Merrill Lynch, Pierce, Fenner & Smith, Inc.
One Liberty Plaza
165 Broadway
New York, New York 10080

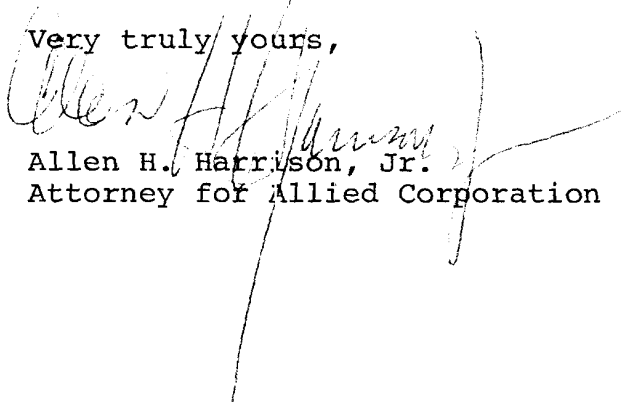
The Shawmut Bank of Boston, N.A.
(formerly The National Shawmut
Bank of Boston) - Trustee
Trust Department
One Federal Street
Boston, Massachusetts 02211

The equipment covered by the Supplement is attached hereto as Exhibit A. The equipment covered by the Fourth Supplemental Indenture is attached hereto as Exhibit B.

Further enclosed is a check in the amount of \$20 covering the filing fees for recording the two above-mentioned secondary documents.

Please retain one copy of each of the two enclosed documents for your files and return to the delivering messenger the remaining counterparts stamped to show the filing, together with the fee receipt and the Commission's letter acknowledging the filings.

Very truly yours,


Allen H. Harrison, Jr.
Attorney for Allied Corporation

Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. 2674-8 Filed 12/18/81

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FOURTH SUPPLEMENTAL INDENTURE
INTERSTATE COMMERCE COMMISSION

FOURTH SUPPLEMENTAL INDENTURE (this "Amendment"), dated as of October 1, 1981, between ALLTANK EQUIPMENT CORP., a Delaware corporation (the "Company"), and THE SHAWMUT BANK OF BOSTON, N.A., as trustee (the trustee and any successor thereto appointed as provided in the indenture hereinafter mentioned, herein called the "Trustee").

PRELIMINARY STATEMENT

The Company has heretofore executed and delivered to the Trustee its Indenture of Mortgage and Deed of Trust dated as of July 15, 1972 (the "Original Indenture") as amended or supplemented by the First Supplemental Indenture dated as of June 15, 1973 (the "First Supplement"), the Second Supplemental Indenture dated as of February 15, 1974 (the "Second Supplement") and the Third Supplemental Indenture dated as of September 1, 1978 (the "Third Supplement") (the Original Indenture as so amended and supplemented, and as may be further amended or supplemented from time to time as permitted thereby, is herein collectively called the "Indenture"), for the benefit and security of the notes of the Company issued and to be issued from time to time as provided in the Indenture, and has duly authorized the creation, execution and delivery from time to time of its 7% Series A Notes and 7.9% Series B Notes (collectively the "Notes"), and has by the Original Indenture conveyed to the Trustee, upon and subject to certain covenants, conditions, uses and trusts therein contained, certain property of the Company therein described.

In accordance with consents of each of the holders of the Notes, and of the Trustee, required by Section 4.05 of the Indenture, the Company, as Lessor, and Allied Corporation (formerly named Allied Chemical Corporation), a New York corporation, as Lessee, and the Trustee have entered into the Supplement to the Railroad Equipment Lease and Agreement (the "Lease Supplement"), of even date herewith. Pursuant to the Lease Supplement, the identifying symbols on certain Cars (as defined in the Indenture) have been changed and the parties hereto wish to amend the Indenture to set forth the amended description of the Cars.

Section 10.01 of the indenture provides that an indenture or indentures supplemental thereto may be entered into by the Company and the Trustee without the consent of the holders of the Notes for the purpose, among others, of correcting or amplifying the description of any property subject to the lien of the Indenture or intended so to be.

The Company is duly authorized under all applicable provisions of law to execute and deliver this Amendment. The execution and delivery of this Amendment have been duly authorized by resolutions of the Board of Directors of the Company at a meeting duly called and held according to law for such purpose, and all acts and things prescribed by law and by the certificate of incorporation and by-laws of the Company necessary to make this Amendment a valid indenture, mortgage and deed of trust to secure the payment of the Notes have been performed, and the execution

and delivery of this Amendment by the Trustee have been duly authorized in all respects.

NOW, THEREFORE, THIS SUPPLEMENTAL INDENTURE WITNESSETH: That the Company in consideration of the premises and of One Dollar (\$1) duly paid to the Company by the Trustee at or before the ensealing and delivery of these presents, the receipt whereof is hereby acknowledged, and in order to amend the description of certain personal property in Annex A of the Indenture, has executed and delivered this Amendment.

Annex A of the Indenture is hereby amended in appropriate part to read as set forth on Annex A hereto.

This Amendment is expressly made supplemental to and a part of the Indenture.

The Company hereby covenants and agrees that all the agreements, covenants, conditions, uses, trusts and terms and provisions contained in the Original Indenture shall remain applicable to the Cars and the Assigned Lease (as defined in the Original Indenture) described and granted, mortgaged, conveyed and assigned to the Trustee in the Indenture, and to the estate, rights, obligations and duties of the Company, the Trustee and the holders of the Notes, and to the Trustee and its successors and assigns, and that the Cars and the Assigned Lease shall remain a part of the Trust Estate provided for in the Indenture.

The recitals and statements contained in this Amendment shall be taken as statements by the Company alone, and shall

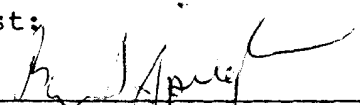
not be considered as made by, or as imposing any obligation or liability upon, the Trustee.

This Amendment may be executed in any number of counterparts and each of such counterparts shall for all purposes be deemed to be an original; and all such counterparts shall together constitute but one and the same Amendment.


IN WITNESS WHEREOF, the Company has caused this Amendment to be signed in its corporate name by its President or one of its Vice Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries and THE SHAWMUT BANK OF BOSTON, N.A., in token of its acceptance of the trusts created or ratified hereby, has caused this Amendment to be signed in its corporate name by one of its ~~Vice Presidents~~ ^{TRUST OFFICERS}, and its corporate seal to be hereunto affixed and attested by one of its Assistant Secretaries, all as of the date first above written.


ALLTANK EQUIPMENT CORP.

By 
Vice President

Attest:

(Assistant) Secretary

THE SHAWMUT BANK OF BOSTON, N.A.,
as Trustee

By 
TRUST OFFICER

Attest:

(Assistant) Secretary

STATE OF *New York*)
: ss.:
COUNTY OF *Westchester*)

On this *22* day of *October*, 1981, before me
Connie L. Kluever, a Notary Public in and for the said
County and State, duly commissioned and sworn, personally appeared
James H. Price and *Barry J. Spangler*
to me personally known and known to me to be a Vice President and
an Assistant Secretary, respectively, of ALLTANK EQUIPMENT CORP.,
a Delaware corporation, one of the corporations named in and
executing the within instrument, who, by me being duly sworn, did
severally depose and say that they reside at
and , respectively; that they are a Vice Pres-
ident and an Assistant Secretary of said corporation and that said
corporation executed the said instrument; that they know the seal
of said corporation; that the seal affixed to said instrument is
the corporate seal of said corporation; that they, being informed
of the contents of the said instrument, signed and sealed said
instrument as such officers and that they executed the same in the
name and on behalf of said corporation by authority of its Board
of Directors and that they signed their names as such officers
thereto by like authority; that they executed the same as their
free and voluntary act and deed and as the free and voluntary
act and deed of said corporation for the consideration, uses and
purposes therein set forth and expressed and that they delivered
the same as such.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal in the County and State aforesaid on
the day and year first above written.

Connie L. Kluever
Notary Public in and for the
County and State of

My commission expires

CONNIE L. KLUEVER
Notary Public, State of New York
No. 60-2151600
Qualified in Westchester County
Certificate Filed in New York County
Commission Expires March 30, 1983

(SEAL)

Commonwealth of Massachusetts
STATE OF)
: ss.:
COUNTY OF SUFFOLK)

On this 3rd day of , 1981, before me
, a Notary Public in and for the said
County and State, duly commissioned and sworn, personally appeared
C. W. CATHAM and G. H. Sellen
to me personally known and known to me to be a ~~Vice President~~ ^{TRUST OFFICER} and
an Assistant Secretary, respectively, of THE SHAWMUT BANK OF
BOSTON, N.A., one of the corporations named in and executing the
within instrument, who, by me being duly sworn, did severally
depose and say that they reside at BEVERLY MASS. and
BELMONT MASS., respectively; that they are a ~~Vice President~~ ^{TRUST OFFICER}
and an Assistant Secretary of said corporation and that said
corporation executed the said instrument; that they know the seal
of said corporation; that the seal affixed to said instrument is
the corporate seal of said corporation; that they, being informed
of the contents of the said instrument, signed and sealed said
instrument as such officers and that they executed the same in the
name and on behalf of said corporation by order and authority of
its Board of Directors and that they signed their names as such
officers thereto by like order; that they executed the same as
their free and voluntary act and deed and as the free and
voluntary act and deed of said corporation for the consideration,
uses and purposes therein set forth and expressed and that they
delivered the same as such.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal in the County and State aforesaid on
the day and year first above written.

Kevin Costantino
Notary Public in and for the
County and State of MASS

(SEAL)

My commission expires

Kevin Costantino
My Commission Expires Nov. 12, 1987

ANNEX A to
FOURTH SUPPLEMENTAL INDENTURE

Description of the Cars

<u>Number of Cars</u>	<u>D.O.T./I.C.C. Specification Number</u>	<u>Old Identifying Symbol and Number</u>	<u>New Identifying Symbol and Number</u>
29	LO-Hopper	GCX 945476-945504	AFPX 945476-945504
18	LO-Hopper	GCX 945533-945550	AFPX 945533-945550
3	111A 60 W1	GCX 420077-420079	AFPX 420077-420079
3	111A 60 W1	GCX 420081-420083	AFPX 420081-420083
2	111A 60 W1	GCX 420069-420070	AFPX 420069-420070
1	111A 60 W1	GCX 420073	AFPX 420073
1	111A 60 W1	GCX 420075	AFPX 420075
27	LO-Hopper	GCX 945506-945532	AFPX 945506-945532
<u>84</u>			

ANNEX A to
FOURTH SUPPLEMENTAL INDENTURE

Description of the Cars

<u>Number of Cars</u>	<u>D.O.T./I.C.C. Specification Number</u>	<u>Old Identifying Symbol and Number</u>	<u>New Identifying Symbol and Number</u>
4	111A 100 W1	GCX 420007-420010	AFPX 420007-420010
1	LO-Hopper	GCX 945330	AFPX 945330
1	LO-Hopper	GCX 945338	AFPX 945338
1	LO-Hopper	GCX 945340	AFPX 945340
1	LO-Hopper	GCX 945343	AFPX 945343
3	LO-Hopper	GCX 945345-945347	AFPX 945345-945347
2	LO-Hopper	GCX 945356-945357	AFPX 945356-945357
3	LO-Hopper	GCX 945359-945361	AFPX 945359-945361
1	LO-Hopper	GCX 945363	AFPX 945363
8	LO-Hopper	GCX 945365-945372	AFPX 945365-945372
2	LO-Hopper	GCX 945374-945375	AFPX 945374-945375
5	111A 100 W1	GCX 420011-420015	AFPX 420011-420015
1	LO-Hopper	GCX 945384	AFPX 945384
1	LO-Hopper	GCX 945392	AFPX 945392
1	LO-Hopper	GCX 945409	AFPX 945409
1	LO-Hopper	GCX 945412	AFPX 945412
1	LO-Hopper	GCX 945416	AFPX 945416
1	LO-Hopper	GCX 945423	AFPX 945423
2	LO-Hopper	GCX 945425-945426	AFPX 945425-945426
1	LO-Hopper	GCX 945429	AFPX 945429
1	LO-Hopper	GCX 945435	AFPX 945435
1	LO-Hopper	GCX 945445	AFPX 945445
1	LO-Hopper	GCX 945446	AFPX 945446
1	LO-Hopper	GCX 945449	AFPX 945449
1	LO-Hopper	GCX 945451	AFPX 945451
1	LO-Hopper	GCX 945464	AFPX 945464
1	LO-Hopper	GCX 945467	AFPX 945467
<u>48</u>			

ANNEX A to
FOURTH SUPPLEMENTAL INDENTURE

Description of the Cars

<u>Number of Cars</u>	<u>D.O.T./I.C.C. Specification Number</u>	<u>Old Identifying Symbol and Number</u>	<u>New Identifying Symbol and Number</u>
3	112A 340 W	GCX 433000-433002	UTPX 433000-433002

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Description of the Cars

<u>Number of Cars</u>	<u>D.O.T./I.C.C. Specification Number</u>	<u>Old Identifying Symbol and Number</u>	<u>New Identifying Symbol and Number</u>
5	103W	GCX 310204-310208	LCPX 310204-310208
1	103W	GCX 310210	LCPX 310210
1	103W	GCX 310212	LCPX 310212
1	103W	GCX 310214	LCPX 310214
9	111A 100 W1	GCX 416001-416009	LCPX 416001-416009
1	111A 100 W1	GCX 416010	LCPX 416010
1	111A 100 W1	GCX 416013	LCPX 416013
2	111A 100 W1	GCX 416015-416016	LCPX 416015-416016
6	111A 100 W1	GCX 416018-416023	LCPX 416018-416023
2	111A 100 W1	GCX 416025-416026	LCPX 416025-416026
2	111A 100 W1	GCX 416028-416029	LCPX 416028-416029
3	111A 100 W1	GCX 416031-416033	LCPX 416031-416033
1	111A 100 W1	GCX 416035	LCPX 416035
7	111A 100 W1	GCX 416039-416045	LCPX 416039-416045
1	111A 100 W1	GCX 416047	LCPX 416047
1	111A 100 W1	GCX 416048	LCPX 416048
11	111A 100 W1	GCX 416050-416060	LCPX 416050-416060
3	111A 100 W1	GCX 416062-416064	LCPX 416062-416064
4	111A 100 W1	GCX 416066-416069	LCPX 416066-416069
4	111A 100 W1	GCX 416070-416073	LCPX 416070-416073
2	111A 100 W1	GCX 416075-416076	LCPX 416075-416076
25	105A 500 W	GCX 417000-417024	LCPX 417000-417024
40	105A 500 W	GCX 417100-417139	LCPX 417100-417139
14	105A 500 W	GCX 417141-417154	LCPX 417141-417154
5	105A 500 W	GCX 417156-417160	LCPX 417156-417160
15	105A 500 W	GCX 417161-417175	LCPX 417161-417175
3	105A 500 W	GCX 417176-417178	LCPX 417176-417178
1	105A 500 W	GCX 417179	LCPX 417179
1	105A 500 W	GCX 417180	LCPX 417180
2	105A 500 W	GCX 417181-417182	LCPX 417181-417182
6	105A 500 W	GCX 417183-417188	LCPX 417183-417188
1	105A 500 W	GCX 417189	LCPX 417189
1	105A 500 W	GCX 417190	LCPX 417190
4	105A 500 W	GCX 417191-417194	LCPX 417191-417194
1	105A 500 W	GCX 417195	LCPX 417195

ANNEX A to
FOURTH SUPPLEMENTAL INDENTURE

Description of the Cars

<u>Number of Cars</u>	<u>D.O.T./I.C.C. Specification Number</u>	<u>Old Identifying Symbol and Number</u>	<u>New Identifying Symbol and Number</u>
3	LO-Hopper	GCX 945205-945207	AFPX 945205-945207
1	LO-Hopper	GCX 945209	AFPX 945209
1	LO-Hopper	GCX 945211	AFPX 945211
5	LO-Hopper	GCX 945215-945219	AFPX 945215-945219
1	LO-Hopper	GCX 945223	AFPX 945223
2	LO-Hopper	GCX 945226-945227	AFPX 945226-945227
1	LO-Hopper	GCX 945232	AFPX 945232
1	LO-Hopper	GCX 945235	AFPX 945235
3	LO-Hopper	GCX 945242-945244	AFPX 945242-945244
2	LO-Hopper	GCX 945247-945248	AFPX 945247-945248
2	LO-Hopper	GCX 945250-945251	AFPX 945250-945251
8	LO-Hopper	GCX 945254-945261	AFPX 945254-945261
1	LO-Hopper	GCX 945263	AFPX 945263
2	LO-Hopper	GCX 945266-945267	AFPX 945266-945267
2	LO-Hopper	GCX 945269-945270	AFPX 945269-945270
8	LO-Hopper	GCX 945272-945279	AFPX 945272-945279
3	LO-Hopper	GCX 945282-945284	AFPX 945282-945284
1	LO-Hopper	GCX 945286	AFPX 945286
2	LO-Hopper	GCX 945290-945291	AFPX 945290-945291
3	LO-Hopper	GCX 945293-945295	AFPX 945293-945295
5	LO-Hopper	GCX 945298-945302	AFPX 945298-945302
1	LO-Hopper	GCX 945305	AFPX 945305
1	LO-Hopper	GCX 945308	AFPX 945308
3	LO-Hopper	GCX 945317-945319	AFPX 945317-945319
1	LO-Hopper	GCX 945321	AFPX 945321
1	LO-Hopper	GCX 945323	AFPX 945323
1	LO-Hopper	GCX 945325	AFPX 945325
1	LO-Hopper	GCX 945327	AFPX 945327